RECORDATION NO. 25450-I

ALVORD AND ALVORD

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June 2, 2005

ELIAS C. ALVORD (1942)

ELLSWORTH C. ALVORD (1964)

JUN 0 2 '05

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SURFACE TRANSPORTATION BOARD

OF COUNSEL URBAN A. LESTER

Mr. Vernon A. Williams Secretary Surface Transportation Board Washington, D.C. 20423

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Memorandum of Railroad Car Full Service Master Leasing Agreement and Rider No. 10, dated as of May 26, 2005, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Memorandum of Railroad Car Full Service Master Leasing Agreement and Rider No. 1 previously filed with the Board under Recordation Number 25450.

The names and addresses of the parties to the enclosed document are:

Lessor:

General Electric Railcar Services Corporation

161 North Clark Street, 7th Floor

Chicago, Illinois 60601

Lessee:

NRG Power Marketing Inc.

211 Carnegie Center

Princeton, New Jersey 08540

Mr. Vernon A. Williams June 2, 2005 Page 2

A description of the railroad equipment covered by the enclosed document is:

120 GRL Coal Gondola railcars: PNJX 51080 -- PNJX 51199

A short summary of the document to appear in the index is:

Memorandum of Railroad Car Full Service Master Leasing Agreement and Rider No. 10.

Also enclosed is a check in the amount of \$33.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the undersigned.

Very truly yours.

Robert W. Alvord

RWA/anm Enclosures

MEMORANDUM OF RAILROAD CAR FULL SERVICE MASTER LEASING AGREEMENT AND RIDER NO. 10

This Memorandum of Railroad Car Full Service Master Leasing Agreement and Rider No. 10 is made and entered by and between General Electric Railcar Services Corporation (hereinafter referred to as "Lessor") and NRG Power Marketing Inc. (hereinafter referred to as "Lessee"), respecting that certain Railroad Car Full Service Master Leasing Agreement, dated as of February 18, 2005, between Lessor and Lessee (as supplemented, the "Master Lease") and that certain Rider No. 10, dated as of May 26, 2005, between Lessor and Lessee (the "Rider").

Pursuant to the provisions of the Master Lease and the Rider, Lessor and Lessee hereby affirm and acknowledge that:

- 1. For good and valuable consideration, Lessor has agreed to lease to the Lessee and the Lessee has agreed to lease from the Lessor certain railroad equipment bearing reporting marks and road numbers as listed on Exhibit A attached hereto, subject to the terms of the Master Lease and Rider.
- 2. Lessor and Lessee further acknowledge and affirm that this Memorandum of Railroad Car Full Service Master Leasing Agreement and Rider No. 10, is not a summary of the Master Lease and the Rider nor a complete recitation of the terms and provisions thereof. Accordingly, Lessor and Lessee hereby agree that in the event of a conflict between this Memorandum of Railroad Car Full Service Master Leasing Agreement and Rider No. 10 and the provisions of the Master Lease and the Rider, the provisions of the Master Lease and the Rider shall control.
- This Memorandum of Railroad Car Full Service Master Leasing Agreement and Rider No. 10, is prepared only for the public record and is being recorded with the Surface Transportation Board pursuant to 49 U.S.C. Section 11301(a) and with the Register General of Canada pursuant to Section 105 of the Canada Transportation Act (Canada).

[signature page follows]

RECORDATION NO

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SURFACE TRANSPORTATION BOARD

IN WITNESS WHEREOF, each of the parties hereto, pursuant to due corporate or limited partnership authority, has caused this Memorandum of Railroad Car Full Service Master Leasing Agreement and Rider No. 10, to be duly executed in its corporate or limited partnership name by its officers or partners, thereunto duly authorized, all as of May 26, 2005.

LESSOR:

GENERAL ELECTRIC RAILCAR SERVICES CORPORATION

By:

Name: James N. Muday,

Title:

Vice President

LESSEE:

NRG POWER MARKETING INC.

Ershel C. Redd Jr.

Name: Chairman, President and CEO

Title: NRG Power Marketing Inc.

STATE OF ILLINOIS)	
)	SS:
COUNTY OF COOK)	

On this day of April 2005, before me personally appeared James N. Muday to me personally known, who being duly sworn, stated that he/she is Vice President of General Electric Railcar Services Corporation, that said instrument was signed on behalf of said corporation by authority of its board of directors or equivalent governing body, and he/she acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Notary Public

My Commission Expires:

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STATE OF NEW JERSEY)	
)	SS:
COUNTY OF MERCER)	

On this 26th day of May, 2005, before me personally appeared Ershel C. Redd, Jr., to me personally known, who being duly sworn, stated that he is Chairman, President and CEO of NRG Power Marketing Inc., that said instrument was signed on behalf of said corporation by authority of its board of directors or equivalent governing body, and he/she acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

CH1:1490593.2

EXHIBIT A

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25 PNJX 51104 Aluminum Bethgon II Coal Car Johnstown America 26 PNJX 51105 Aluminum Bethgon II Coal Car Johnstown America 27 PNJX 51106 Aluminum Bethgon II Coal Car Johnstown America 28 PNJX 51107 Aluminum Bethgon II Coal Car Johnstown America 29 PNJX 51108 Aluminum Bethgon II Coal Car Johnstown America 30 PNJX 51109 Aluminum Bethgon II Coal Car Johnstown America 31 PNJX 51110 Aluminum Bethgon II Coal Car Johnstown America 32 PNJX 51111 Aluminum Bethgon II Coal Car Johnstown America 33 PNJX 51111 Aluminum Bethgon II Coal Car Johnstown America 34 PNJX 51111 Aluminum Bethgon II Coal Car Johnstown America 35 PNJX 51114 Aluminum Bethgon II Coal Car Johnstown America 36 PNJX 51115 Aluminum Bethgon II Coal Car Johnstown America 37 PNJX 51116 Aluminum Bethgon II Coal Car Johnstown America 38 PNJX 51117 Aluminum Bethgon II Coal Car Johnstown America 39 PNJX 51118 Aluminum Bethgon II Coal Car Johnstown America 40 PNJX 51119 Aluminum Bethgon II Coal Car Johnstown America 40 PNJX 51110 Aluminum Bethgon II Coal Car Johnstown America 41 PNJX 51120 Aluminum Bethgon II Coal Car Johnstown America 42 PNJX 51121 Aluminum Bethgon II Coal Car Johnstown America 43 PNJX 51121 Aluminum Bethgon II Coal Car Johnstown America 44 PNJX 51123 Aluminum Bethgon II Coal Car Johnstown America 45 PNJX 51124 Aluminum Bethgon II Coal Car Johnstown America 46 PNJX 51125 Aluminum Bethgon II Coal Car Johnstown America 47 PNJX 51126 Aluminum Bethgon II Coal Car Johnstown America 48 PNJX 51127 Aluminum Bethgon II Coal Car Johnstown America 49 PNJX 51128 Aluminum Bethgon II Coal Car Johnstown America	23	PNJX	51102	Aluminum Bethgon II Coal Car	Johnstown America
26 PNJX 51105 Aluminum Bethgon II Coal Car 27 PNJX 51106 Aluminum Bethgon II Coal Car 28 PNJX 51107 Aluminum Bethgon II Coal Car 29 PNJX 51108 Aluminum Bethgon II Coal Car 30 PNJX 51109 Aluminum Bethgon II Coal Car 31 PNJX 51110 Aluminum Bethgon II Coal Car 32 PNJX 51111 Aluminum Bethgon II Coal Car 33 PNJX 51111 Aluminum Bethgon II Coal Car 34 PNJX 51112 Aluminum Bethgon II Coal Car 35 PNJX 51113 Aluminum Bethgon II Coal Car 36 PNJX 51114 Aluminum Bethgon II Coal Car 37 PNJX 51115 Aluminum Bethgon II Coal Car 38 PNJX 51116 Aluminum Bethgon II Coal Car 39 PNJX 51116 Aluminum Bethgon II Coal Car 39 PNJX 51117 Aluminum Bethgon II Coal Car 39 PNJX 51118 Aluminum Bethgon II Coal Car 39 PNJX 51118 Aluminum Bethgon II Coal Car 40 PNJX 51119 Aluminum Bethgon II Coal Car 41 PNJX 51120 Aluminum Bethgon II Coal Car 42 PNJX 51121 Aluminum Bethgon II Coal Car 43 PNJX 51121 Aluminum Bethgon II Coal Car 44 PNJX 51121 Aluminum Bethgon II Coal Car 45 PNJX 51121 Aluminum Bethgon II Coal Car 46 PNJX 51123 Aluminum Bethgon II Coal Car 47 PNJX 51124 Aluminum Bethgon II Coal Car 48 PNJX 51125 Aluminum Bethgon II Coal Car 49 PNJX 51127 Aluminum Bethgon II Coal Car 40 PNJX 51126 Aluminum Bethgon II Coal Car 41 PNJX 51127 Aluminum Bethgon II Coal Car 42 PNJX 51126 Aluminum Bethgon II Coal Car 43 PNJX 51127 Aluminum Bethgon II Coal Car 44 PNJX 51126 Aluminum Bethgon II Coal Car 45 PNJX 51127 Aluminum Bethgon II Coal Car 46 PNJX 51126 Aluminum Bethgon II Coal Car 47 PNJX 51127 Aluminum Bethgon II Coal Car 48 PNJX 51128 Aluminum Bethgon II Coal Car 49 PNJX 51128 Aluminum Bethgon II Coal Car 40 PNJX 51127 Aluminum Bethgon II Coal Car 41 PNJX 51128 Aluminum Bethgon II Coal Car 42 PNJX 51126 Aluminum Bethgon II Coal Car 43 PNJX 51127 Aluminum Bethgon II Coal Car 44 PNJX 51128 Aluminum Bethgon II Coal Car 45 PNJX 51128 Aluminum Bethgon II Coal Car 46 PNJX 51128 Aluminum Bethgon II Coal Car 47 PNJX 51128 Aluminum Bethgon II Coal Car 48 PNJX 51128 Aluminum Bethgon II Coal Car	24	PNJX	51103	Aluminum Bethgon II Coal Car	Johnstown America
27 PNJX 51106 Aluminum Bethgon II Coal Car 28 PNJX 51107 Aluminum Bethgon II Coal Car 29 PNJX 51108 Aluminum Bethgon II Coal Car 30 PNJX 51109 Aluminum Bethgon II Coal Car 31 PNJX 51110 Aluminum Bethgon II Coal Car 32 PNJX 51111 Aluminum Bethgon II Coal Car 33 PNJX 51111 Aluminum Bethgon II Coal Car 34 PNJX 51112 Aluminum Bethgon II Coal Car 35 PNJX 51113 Aluminum Bethgon II Coal Car 36 PNJX 51114 Aluminum Bethgon II Coal Car 37 PNJX 51115 Aluminum Bethgon II Coal Car 38 PNJX 51116 Aluminum Bethgon II Coal Car 39 PNJX 51116 Aluminum Bethgon II Coal Car 39 PNJX 51117 Aluminum Bethgon II Coal Car 39 PNJX 51118 Aluminum Bethgon II Coal Car 39 PNJX 51118 Aluminum Bethgon II Coal Car 40 PNJX 51119 Aluminum Bethgon II Coal Car 41 PNJX 51120 Aluminum Bethgon II Coal Car 42 PNJX 51121 Aluminum Bethgon II Coal Car 43 PNJX 51121 Aluminum Bethgon II Coal Car 44 PNJX 51122 Aluminum Bethgon II Coal Car 45 PNJX 51124 Aluminum Bethgon II Coal Car 46 PNJX 51125 Aluminum Bethgon II Coal Car 47 PNJX 51126 Aluminum Bethgon II Coal Car 48 PNJX 51127 Aluminum Bethgon II Coal Car 49 PNJX 51127 Aluminum Bethgon II Coal Car 40 PNJX 51126 Aluminum Bethgon II Coal Car 41 PNJX 51126 Aluminum Bethgon II Coal Car 42 PNJX 51127 Aluminum Bethgon II Coal Car 43 PNJX 51126 Aluminum Bethgon II Coal Car 44 PNJX 51126 Aluminum Bethgon II Coal Car 45 PNJX 51127 Aluminum Bethgon II Coal Car 46 PNJX 51126 Aluminum Bethgon II Coal Car 47 PNJX 51127 Aluminum Bethgon II Coal Car 48 PNJX 51128 Aluminum Bethgon II Coal Car 49 PNJX 51128 Aluminum Bethgon II Coal Car 40 PNJX 51127 Aluminum Bethgon II Coal Car 41 PNJX 51128 Aluminum Bethgon II Coal Car 42 PNJX 51126 Aluminum Bethgon II Coal Car 43 PNJX 51127 Aluminum Bethgon II Coal Car 44 PNJX 51128 Aluminum Bethgon II Coal Car 45 PNJX 51126 Aluminum Bethgon II Coal Car 46 PNJX 51127 Aluminum Bethgon II Coal Car 47 PNJX 51128 Aluminum Bethgon II Coal Car 48 PNJX 51128 Aluminum Bethgon II Coal Car	25	PNJX	51104	Aluminum Bethgon II Coal Car	Johnstown America
28 PNJX 51107 Aluminum Bethgon II Coal Car 29 PNJX 51108 Aluminum Bethgon II Coal Car 30 PNJX 51109 Aluminum Bethgon II Coal Car 31 PNJX 51110 Aluminum Bethgon II Coal Car 32 PNJX 51111 Aluminum Bethgon II Coal Car 33 PNJX 51112 Aluminum Bethgon II Coal Car 34 PNJX 51113 Aluminum Bethgon II Coal Car 35 PNJX 51114 Aluminum Bethgon II Coal Car 36 PNJX 51115 Aluminum Bethgon II Coal Car 37 PNJX 51116 Aluminum Bethgon II Coal Car 38 PNJX 51117 Aluminum Bethgon II Coal Car 39 PNJX 51118 Aluminum Bethgon II Coal Car 39 PNJX 51118 Aluminum Bethgon II Coal Car 39 PNJX 51118 Aluminum Bethgon II Coal Car 40 PNJX 51119 Aluminum Bethgon II Coal Car 41 PNJX 51120 Aluminum Bethgon II Coal Car 42 PNJX 51121 Aluminum Bethgon II Coal Car 43 PNJX 51121 Aluminum Bethgon II Coal Car 44 PNJX 51123 Aluminum Bethgon II Coal Car 45 PNJX 51124 Aluminum Bethgon II Coal Car 46 PNJX 51125 Aluminum Bethgon II Coal Car 47 PNJX 51126 Aluminum Bethgon II Coal Car 48 PNJX 51127 Aluminum Bethgon II Coal Car 49 PNJX 51128 Aluminum Bethgon II Coal Car 40 PNJX 51127 Aluminum Bethgon II Coal Car 41 PNJX 51126 Aluminum Bethgon II Coal Car 42 PNJX 51127 Aluminum Bethgon II Coal Car 43 PNJX 51128 Aluminum Bethgon II Coal Car 44 PNJX 51127 Aluminum Bethgon II Coal Car 45 PNJX 51127 Aluminum Bethgon II Coal Car 46 PNJX 51128 Aluminum Bethgon II Coal Car 47 PNJX 51128 Aluminum Bethgon II Coal Car 48 PNJX 51128 Aluminum Bethgon II Coal Car 49 PNJX 51128 Aluminum Bethgon II Coal Car 40 PNJX 51128 Aluminum Bethgon II Coal Car 41 PNJX 51128 Aluminum Bethgon II Coal Car 42 Johnstown America 43 PNJX 51128 Aluminum Bethgon II Coal Car 44 PNJX 51128 Aluminum Bethgon II Coal Car	26	PNJX	51105	Aluminum Bethgon II Coal Car	Johnstown America
PNJX 51108 Aluminum Bethgon II Coal Car Johnstown America RNJX 51109 Aluminum Bethgon II Coal Car Johnstown America RNJX 51110 Aluminum Bethgon II Coal Car Johnstown America RNJX 51111 Aluminum Bethgon II Coal Car Johnstown America RNJX 51112 Aluminum Bethgon II Coal Car Johnstown America RNJX 51113 Aluminum Bethgon II Coal Car Johnstown America RNJX 51114 Aluminum Bethgon II Coal Car Johnstown America RNJX 51115 Aluminum Bethgon II Coal Car Johnstown America RNJX 51116 Aluminum Bethgon II Coal Car Johnstown America RNJX 51117 Aluminum Bethgon II Coal Car Johnstown America RNJX 51118 Aluminum Bethgon II Coal Car Johnstown America RNJX 51119 Aluminum Bethgon II Coal Car Johnstown America RNJX 51120 Aluminum Bethgon II Coal Car Johnstown America RNJX 51121 Aluminum Bethgon II Coal Car Johnstown America RNJX 51122 Aluminum Bethgon II Coal Car Johnstown America RNJX 51123 Aluminum Bethgon II Coal Car Johnstown America RNJX 51124 Aluminum Bethgon II Coal Car Johnstown America RNJX 51125 Aluminum Bethgon II Coal Car Johnstown America RNJX 51126 Aluminum Bethgon II Coal Car Johnstown America RNJX 51127 Aluminum Bethgon II Coal Car Johnstown America RNJX 51127 Aluminum Bethgon II Coal Car Johnstown America RNJX 51127 Aluminum Bethgon II Coal Car Johnstown America RNJX 51127 Aluminum Bethgon II Coal Car Johnstown America RNJX 51127 Aluminum Bethgon II Coal Car Johnstown America RNJX 51128 Aluminum Bethgon II Coal Car Johnstown America	27	PNJX	51106	Aluminum Bethgon II Coal Car	Johnstown America
30 PNJX 51109 Aluminum Bethgon II Coal Car Johnstown America 31 PNJX 51110 Aluminum Bethgon II Coal Car Johnstown America 32 PNJX 51111 Aluminum Bethgon II Coal Car Johnstown America 33 PNJX 51112 Aluminum Bethgon II Coal Car Johnstown America 34 PNJX 51113 Aluminum Bethgon II Coal Car Johnstown America 35 PNJX 51114 Aluminum Bethgon II Coal Car Johnstown America 36 PNJX 51115 Aluminum Bethgon II Coal Car Johnstown America 37 PNJX 51116 Aluminum Bethgon II Coal Car Johnstown America 38 PNJX 51117 Aluminum Bethgon II Coal Car Johnstown America 39 PNJX 51118 Aluminum Bethgon II Coal Car Johnstown America 40 PNJX 51119 Aluminum Bethgon II Coal Car Johnstown America 41 PNJX 51120 Aluminum Bethgon II Coal Car Johnstown America 42 PNJX 51121 Aluminum Bethgon II Coal Car Johnstown America 43 PNJX 51122 Aluminum Bethgon II Coal Car Johnstown America 44 PNJX 51123 Aluminum Bethgon II Coal Car Johnstown America 45 PNJX 51124 Aluminum Bethgon II Coal Car Johnstown America 46 PNJX 51125 Aluminum Bethgon II Coal Car Johnstown America 47 PNJX 51126 Aluminum Bethgon II Coal Car Johnstown America 48 PNJX 51127 Aluminum Bethgon II Coal Car Johnstown America 49 PNJX 51128 Aluminum Bethgon II Coal Car Johnstown America	28	PNJX	51107	Aluminum Bethgon II Coal Car	Johnstown America
31 PNJX 51110 Aluminum Bethgon II Coal Car Johnstown America 32 PNJX 51111 Aluminum Bethgon II Coal Car Johnstown America 33 PNJX 51112 Aluminum Bethgon II Coal Car Johnstown America 34 PNJX 51113 Aluminum Bethgon II Coal Car Johnstown America 35 PNJX 51114 Aluminum Bethgon II Coal Car Johnstown America 36 PNJX 51115 Aluminum Bethgon II Coal Car Johnstown America 37 PNJX 51116 Aluminum Bethgon II Coal Car Johnstown America 38 PNJX 51117 Aluminum Bethgon II Coal Car Johnstown America 39 PNJX 51118 Aluminum Bethgon II Coal Car Johnstown America 40 PNJX 51119 Aluminum Bethgon II Coal Car Johnstown America 41 PNJX 51120 Aluminum Bethgon II Coal Car Johnstown America 42 PNJX 51121 Aluminum Bethgon II Coal Car Johnstown America 43 PNJX 51122 Aluminum Bethgon II Coal Car Johnstown America 44 PNJX 51123 Aluminum Bethgon II Coal Car Johnstown America 45 PNJX 51124 Aluminum Bethgon II Coal Car Johnstown America 46 PNJX 51125 Aluminum Bethgon II Coal Car Johnstown America 47 PNJX 51126 Aluminum Bethgon II Coal Car Johnstown America 48 PNJX 51127 Aluminum Bethgon II Coal Car Johnstown America 49 PNJX 51128 Aluminum Bethgon II Coal Car Johnstown America	29	PNJX	51108	Aluminum Bethgon II Coal Car	Johnstown America
32PNJX51111Aluminum Bethgon II Coal CarJohnstown America33PNJX51112Aluminum Bethgon II Coal CarJohnstown America34PNJX51113Aluminum Bethgon II Coal CarJohnstown America35PNJX51114Aluminum Bethgon II Coal CarJohnstown America36PNJX51115Aluminum Bethgon II Coal CarJohnstown America37PNJX51116Aluminum Bethgon II Coal CarJohnstown America38PNJX51117Aluminum Bethgon II Coal CarJohnstown America39PNJX51118Aluminum Bethgon II Coal CarJohnstown America40PNJX51119Aluminum Bethgon II Coal CarJohnstown America41PNJX51120Aluminum Bethgon II Coal CarJohnstown America42PNJX51121Aluminum Bethgon II Coal CarJohnstown America43PNJX51122Aluminum Bethgon II Coal CarJohnstown America44PNJX51123Aluminum Bethgon II Coal CarJohnstown America45PNJX51124Aluminum Bethgon II Coal CarJohnstown America46PNJX51125Aluminum Bethgon II Coal CarJohnstown America47PNJX51126Aluminum Bethgon II Coal CarJohnstown America48PNJX51127Aluminum Bethgon II Coal CarJohnstown America49PNJX51128Aluminum Bethgon II Coal CarJohnstown America	30	PNJX	51109	Aluminum Bethgon II Coal Car	Johnstown America
9 PNJX 51112 Aluminum Bethgon II Coal Car Johnstown America 36 PNJX 51115 Aluminum Bethgon II Coal Car Johnstown America 36 PNJX 51115 Aluminum Bethgon II Coal Car Johnstown America 37 PNJX 51116 Aluminum Bethgon II Coal Car Johnstown America 38 PNJX 51117 Aluminum Bethgon II Coal Car Johnstown America 39 PNJX 51118 Aluminum Bethgon II Coal Car Johnstown America 40 PNJX 51119 Aluminum Bethgon II Coal Car Johnstown America 41 PNJX 51120 Aluminum Bethgon II Coal Car Johnstown America 42 PNJX 51121 Aluminum Bethgon II Coal Car Johnstown America 43 PNJX 51122 Aluminum Bethgon II Coal Car Johnstown America 44 PNJX 51123 Aluminum Bethgon II Coal Car Johnstown America 45 PNJX 51124 Aluminum Bethgon II Coal Car Johnstown America 46 PNJX 51125 Aluminum Bethgon II Coal Car Johnstown America 47 PNJX 51126 Aluminum Bethgon II Coal Car Johnstown America 48 PNJX 51127 Aluminum Bethgon II Coal Car Johnstown America 49 PNJX 51128 Aluminum Bethgon II Coal Car Johnstown America	31	PNJX	51110	Aluminum Bethgon II Coal Car	Johnstown America
34 PNJX 51113 Aluminum Bethgon II Coal Car Johnstown America 35 PNJX 51114 Aluminum Bethgon II Coal Car Johnstown America 36 PNJX 51115 Aluminum Bethgon II Coal Car Johnstown America 37 PNJX 51116 Aluminum Bethgon II Coal Car Johnstown America 38 PNJX 51117 Aluminum Bethgon II Coal Car Johnstown America 39 PNJX 51118 Aluminum Bethgon II Coal Car Johnstown America 40 PNJX 51119 Aluminum Bethgon II Coal Car Johnstown America 41 PNJX 51120 Aluminum Bethgon II Coal Car Johnstown America 42 PNJX 51121 Aluminum Bethgon II Coal Car Johnstown America 43 PNJX 51122 Aluminum Bethgon II Coal Car Johnstown America 44 PNJX 51123 Aluminum Bethgon II Coal Car Johnstown America 45 PNJX 51124 Aluminum Bethgon II Coal Car Johnstown America 46 PNJX 51125 Aluminum Bethgon II Coal Car Johnstown America 47 PNJX 51126 Aluminum Bethgon II Coal Car Johnstown America 48 PNJX 51127 Aluminum Bethgon II Coal Car Johnstown America 49 PNJX 51128 Aluminum Bethgon II Coal Car Johnstown America	32	PNJX	51111	Aluminum Bethgon II Coal Car	Johnstown America
35 PNJX 51114 Aluminum Bethgon II Coal Car Johnstown America 36 PNJX 51115 Aluminum Bethgon II Coal Car Johnstown America 37 PNJX 51116 Aluminum Bethgon II Coal Car Johnstown America 38 PNJX 51117 Aluminum Bethgon II Coal Car Johnstown America 39 PNJX 51118 Aluminum Bethgon II Coal Car Johnstown America 40 PNJX 51119 Aluminum Bethgon II Coal Car Johnstown America 41 PNJX 51120 Aluminum Bethgon II Coal Car Johnstown America 42 PNJX 51121 Aluminum Bethgon II Coal Car Johnstown America 43 PNJX 51122 Aluminum Bethgon II Coal Car Johnstown America 44 PNJX 51123 Aluminum Bethgon II Coal Car Johnstown America 45 PNJX 51124 Aluminum Bethgon II Coal Car Johnstown America 46 PNJX 51125 Aluminum Bethgon II Coal Car Johnstown America 47 PNJX 51126 Aluminum Bethgon II Coal Car Johnstown America 48 PNJX 51127 Aluminum Bethgon II Coal Car Johnstown America 49 PNJX 51128 Aluminum Bethgon II Coal Car Johnstown America	33	PNJX	51112	Aluminum Bethgon II Coal Car	Johnstown America
36 PNJX 51115 Aluminum Bethgon II Coal Car Johnstown America 37 PNJX 51116 Aluminum Bethgon II Coal Car Johnstown America 38 PNJX 51117 Aluminum Bethgon II Coal Car Johnstown America 39 PNJX 51118 Aluminum Bethgon II Coal Car Johnstown America 40 PNJX 51119 Aluminum Bethgon II Coal Car Johnstown America 41 PNJX 51120 Aluminum Bethgon II Coal Car Johnstown America 42 PNJX 51121 Aluminum Bethgon II Coal Car Johnstown America 43 PNJX 51122 Aluminum Bethgon II Coal Car Johnstown America 44 PNJX 51123 Aluminum Bethgon II Coal Car Johnstown America 45 PNJX 51124 Aluminum Bethgon II Coal Car Johnstown America 46 PNJX 51125 Aluminum Bethgon II Coal Car Johnstown America 47 PNJX 51126 Aluminum Bethgon II Coal Car Johnstown America 48 PNJX 51127 Aluminum Bethgon II Coal Car Johnstown America 49 PNJX 51128 Aluminum Bethgon II Coal Car Johnstown America	34	PNJX	51113	Aluminum Bethgon II Coal Car	Johnstown America
37PNJX51116Aluminum Bethgon II Coal CarJohnstown America38PNJX51117Aluminum Bethgon II Coal CarJohnstown America39PNJX51118Aluminum Bethgon II Coal CarJohnstown America40PNJX51119Aluminum Bethgon II Coal CarJohnstown America41PNJX51120Aluminum Bethgon II Coal CarJohnstown America42PNJX51121Aluminum Bethgon II Coal CarJohnstown America43PNJX51122Aluminum Bethgon II Coal CarJohnstown America44PNJX51123Aluminum Bethgon II Coal CarJohnstown America45PNJX51124Aluminum Bethgon II Coal CarJohnstown America46PNJX51125Aluminum Bethgon II Coal CarJohnstown America47PNJX51126Aluminum Bethgon II Coal CarJohnstown America48PNJX51127Aluminum Bethgon II Coal CarJohnstown America49PNJX51128Aluminum Bethgon II Coal CarJohnstown America	35	PNJX	51114		Johnstown America
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9 PNJX 51118 Aluminum Bethgon II Coal Car Johnstown America 40 PNJX 51119 Aluminum Bethgon II Coal Car Johnstown America 41 PNJX 51120 Aluminum Bethgon II Coal Car Johnstown America 42 PNJX 51121 Aluminum Bethgon II Coal Car Johnstown America 43 PNJX 51122 Aluminum Bethgon II Coal Car Johnstown America 44 PNJX 51123 Aluminum Bethgon II Coal Car Johnstown America 45 PNJX 51124 Aluminum Bethgon II Coal Car Johnstown America 46 PNJX 51125 Aluminum Bethgon II Coal Car Johnstown America 47 PNJX 51126 Aluminum Bethgon II Coal Car Johnstown America 48 PNJX 51127 Aluminum Bethgon II Coal Car Johnstown America 49 PNJX 51128 Aluminum Bethgon II Coal Car Johnstown America		PNJX	-		* *************************************
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41 PNJX 51120 Aluminum Bethgon II Coal Car Johnstown America 42 PNJX 51121 Aluminum Bethgon II Coal Car Johnstown America 43 PNJX 51122 Aluminum Bethgon II Coal Car Johnstown America 44 PNJX 51123 Aluminum Bethgon II Coal Car Johnstown America 45 PNJX 51124 Aluminum Bethgon II Coal Car Johnstown America 46 PNJX 51125 Aluminum Bethgon II Coal Car Johnstown America 47 PNJX 51126 Aluminum Bethgon II Coal Car Johnstown America 48 PNJX 51127 Aluminum Bethgon II Coal Car Johnstown America 49 PNJX 51128 Aluminum Bethgon II Coal Car Johnstown America	39	PNJX	-		
42 PNJX 51121 Aluminum Bethgon II Coal Car Johnstown America 43 PNJX 51122 Aluminum Bethgon II Coal Car Johnstown America 44 PNJX 51123 Aluminum Bethgon II Coal Car Johnstown America 45 PNJX 51124 Aluminum Bethgon II Coal Car Johnstown America 46 PNJX 51125 Aluminum Bethgon II Coal Car Johnstown America 47 PNJX 51126 Aluminum Bethgon II Coal Car Johnstown America 48 PNJX 51127 Aluminum Bethgon II Coal Car Johnstown America 49 PNJX 51128 Aluminum Bethgon II Coal Car Johnstown America	40	PNJX		•	
43 PNJX 51122 Aluminum Bethgon II Coal Car Johnstown America 44 PNJX 51123 Aluminum Bethgon II Coal Car Johnstown America 45 PNJX 51124 Aluminum Bethgon II Coal Car Johnstown America 46 PNJX 51125 Aluminum Bethgon II Coal Car Johnstown America 47 PNJX 51126 Aluminum Bethgon II Coal Car Johnstown America 48 PNJX 51127 Aluminum Bethgon II Coal Car Johnstown America 49 PNJX 51128 Aluminum Bethgon II Coal Car Johnstown America	41		51120	~	
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47 PNJX 51126 Aluminum Bethgon II Coal Car Johnstown America 48 PNJX 51127 Aluminum Bethgon II Coal Car Johnstown America 49 PNJX 51128 Aluminum Bethgon II Coal Car Johnstown America				-	
48 PNJX 51127 Aluminum Bethgon II Coal Car Johnstown America 49 PNJX 51128 Aluminum Bethgon II Coal Car Johnstown America	46	PNJX	51125		
49 PNJX 51128 Aluminum Bethgon II Coal Car Johnstown America	47	PNJX	51126	_	
	48	PNJX	51127	Aluminum Bethgon II Coal Car	
50 PNJX 51129 Aluminum Bethgon II Coal Car Johnstown America	49	PNJX	51128	Aluminum Bethgon II Coal Car	
	50	PNJX	51129	Aluminum Bethgon II Coal Car	Johnstown America

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Unit	AAI	Report	ing	
Count		Iark	Car Type	Manufacturer
51	PNJX	51130	Aluminum Bethgon II Coal Car	Johnstown America
52	PNJX	51131	Aluminum Bethgon II Coal Car	Johnstown America
53	PNJX	51132	Aluminum Bethgon II Coal Car	Johnstown America
54	PNJX	51133	Aluminum Bethgon II Coal Car	Johnstown America
55	PNJX	51134	Aluminum Bethgon II Coal Car	Johnstown America
56	PNJX	51135	Aluminum Bethgon II Coal Car	Johnstown America
57	PNJX	51136	Aluminum Bethgon II Coal Car	Johnstown America
58	PNJX	51137	Aluminum Bethgon II Coal Car	Johnstown America
59	PNJX	51138	Aluminum Bethgon II Coal Car	Johnstown America
60	PNJX	51139	Aluminum Bethgon II Coal Car	Johnstown America
61	PNJX	51140	Aluminum Bethgon II Coal Car	Johnstown America
62	PNJX	51141	Aluminum Bethgon II Coal Car	Johnstown America
63	PNJX	51142	Aluminum Bethgon II Coal Car	Johnstown America
64	PNJX	51143	Aluminum Bethgon II Coal Car	Johnstown America
65	PNJX	51144	Aluminum Bethgon II Coal Car	
66	PNJX	51145		Johnstown America
67	PNJX	- · · · -	Aluminum Bethgon II Coal Car	Johnstown America
	PNJX	51146	Aluminum Bethgon II Coal Car	Johnstown America
68 60		51147	Aluminum Bethgon II Coal Car	Johnstown America
69 70	PNJX	51148	Aluminum Bethgon II Coal Car	Johnstown America
70	PNJX	51149	Aluminum Bethgon II Coal Car	Johnstown America
71	PNJX	51150	Aluminum Bethgon II Coal Car	Johnstown America
72	PNJX	51151	Aluminum Bethgon II Coal Car	Johnstown America
73	PNJX	51152	Aluminum Bethgon II Coal Car	Johnstown America
74	PNJX	51153	Aluminum Bethgon II Coal Car	Johnstown America
75	PNJX	51154	Aluminum Bethgon II Coal Car	Johnstown America
76	PNJX	51155	Aluminum Bethgon II Coal Car	Johnstown America
77	PNJX	51156	Aluminum Bethgon II Coal Car	Johnstown America
78	PNJX	51157	Aluminum Bethgon II Coal Car	Johnstown America
79	PNJX	51158	Aluminum Bethgon II Coal Car	Johnstown America
80	PNJX	51159	Aluminum Bethgon II Coal Car	Johnstown America
81	PNJX	51160	Aluminum Bethgon II Coal Car	Johnstown America
82	PNJX	51161	Aluminum Bethgon II Coal Car	Johnstown America
83	PNJX	51162	Aluminum Bethgon II Coal Car	Johnstown America
84	PNJX	51163	Aluminum Bethgon II Coal Car	Johnstown America
85	PNJX	51164	Aluminum Bethgon II Coal Car	Johnstown America
86	PNJX	51165	Aluminum Bethgon II Coal Car	Johnstown America
87	PNJX	51166	Aluminum Bethgon II Coal Car	Johnstown America
88	PNJX	51167	Aluminum Bethgon II Coal Car	Johnstown America
89	PNJX	51168	Aluminum Bethgon II Coal Car	Johnstown America
90	PNJX	51169	Aluminum Bethgon II Coal Car	Johnstown America
91	PNJX	51170	Aluminum Bethgon II Coal Car	Johnstown America
92	PNJX	51171	Aluminum Bethgon II Coal Car	Johnstown America
93	PNJX	51172	Aluminum Bethgon II Coal Car	Johnstown America
94	PNJX	51173	Aluminum Bethgon II Coal Car	Johnstown America
95	PNJX	51174	Aluminum Bethgon II Coal Car	Johnstown America
96	PNJX	51175	Aluminum Bethgon II Coal Car	Johnstown America
97	PNJX	51176	Aluminum Bethgon II Coal Car	Johnstown America
98	PNJX	51177	Aluminum Bethgon II Coal Car	Johnstown America
99	PNJX	51178	Aluminum Bethgon II Coal Car	Johnstown America
100	PNJX	51179	Aluminum Bethgon II Coal Car	Johnstown America
			→	

Unit	AAR	Reporti	ng	
Count	\mathbf{N}	lark	Car Type	Manufacturer
101	PNJX	51180	Aluminum Bethgon II Coal Car	Johnstown America
102	PNJX	51181	Aluminum Bethgon II Coal Car	Johnstown America
103	PNJX	51182	Aluminum Bethgon II Coal Car	Johnstown America
104	PNJX	51183	Aluminum Bethgon II Coal Car	Johnstown America
105	PNJX	51184	Aluminum Bethgon II Coal Car	Johnstown America
106	PNJX	51185	Aluminum Bethgon II Coal Car	Johnstown America
107	PNJX	51186	Aluminum Bethgon II Coal Car	Johnstown America
108	PNJX	51187	Aluminum Bethgon II Coal Car	Johnstown America
109	PNJX	51188	Aluminum Bethgon II Coal Car	Johnstown America
110	PNJX	51189	Aluminum Bethgon II Coal Car	Johnstown America
111	PNJX	51190	Aluminum Bethgon II Coal Car	Johnstown America
112	PNJX	51191	Aluminum Bethgon II Coal Car	Johnstown America
113	PNJX	51192	Aluminum Bethgon II Coal Car	Johnstown America
114	PNJX	51193	Aluminum Bethgon II Coal Car	Johnstown America
115	PNJX	51194	Aluminum Bethgon II Coal Car	Johnstown America
116	PNJX	51195	Aluminum Bethgon II Coal Car	Johnstown America
117	PNJX	51196	Aluminum Bethgon II Coal Car	Johnstown America
118	PNJX	51197	Aluminum Bethgon II Coal Car	Johnstown America
119	PNJX	51198	Aluminum Bethgon II Coal Car	Johnstown America
120	PNJX	51199	Aluminum Bethgon II Coal Car	Johnstown America

CERTIFICATION

I, Robert W. Alvord, attorney licensed to p District of Columbia, do hereby certify und attached copy with the original thereof and	ractice in the State of New York and the ler penalty of perjury that I have compared the d have found the copy to be complete and
identical in all respects to the original doc	ument.
Dated: 6/2/05	Coller
	- 1 (1A/ Al l

Dated: 6/2/05

Robert W. Alvord